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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D



NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

OMB	APPROVAL
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OMB Number: 3235-0076

Expires: May 31, 2005

Prefix

Estimated average burden hours

per response: 16.00

SEC USE ONLY

DATE RECEIVED

Serial

Name of Offering (C) che OCM Employee Investm	ck if this is an amendment and name has ent Fund, LLC (Series K Units)	changed, and indicate change	e.)	
Filing Under (Check box			□ Section 4(6) □ ULOE	RECEIVED
Type of Filing: Nev	Filing E Amendmen	t		311: 5
	A. BA	ASIC IDENTIFICATI		(//)
1. Enter the information	on requested about the issuer		爲	1 / 2005 W
	if this is an amendment and name has chent Fund, LLC (the "Fund")	nanged, and indicate change.)	137	
Address of Executive Off		City, State, Zip Code)	Telephone Number (Inclu (213) 830-6300	ding Area Code) "
Address of Principal Bus		City, State, Zip Code)	Telephone Number (Inclu	ding Area Code)
Brief Description of Busi	ness	•		
The Fund invests in certa	in funds, of which an affiliated entity ("O	aktree") serves as the investr	ment manager, on behalf of certain	employees of Oaktree.
Type of Business Organiz	zation			
corporation business trust	limited partnership, already formedlimited partnership, to be formed	🗷 other (please	e specify): limited liability company	PROCESSED
D business trust	ii iiiiiitea partifersiiip, to be fornica			11.0020020
Actual or Estimated Date	of Incorporation or Organization:	Month Year	Actual [] Estimated	JUL 19 2007
Jurisdiction of Incorporat	ion or Organization: (Enter two-letter U CN for Canada; FN	I.S. Postal Service abbreviation of the foreign jurisdiction		THOMSON
			····	Yannani Jai

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

> Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

A. BASIC IDENTIFICATION DATA

- Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner* having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - Each general and managing partner of partnership issuers.

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Check Box(es) that Apply:	□ Promoter	Beneficial Owner	☐ Executive Officer ☐	Director 🗷	General and/or Managing Partner (Manager)
Full Name (Last name first, if Oaktree Capital Management,		<u> </u>			
Business or Residence Address 333 South Grand Avenue, 28th	s (Number and Stree Floor, Los Angeles	et, City, State, Zip Code) , CA 90071			
Check Box(es) that Apply:	Promoter	D Beneficial Owner	■ Executive Officer**	Director	General and/or Managing Partner
Full Name (Last name first, if Marks, Howard S.	`individual)				
Business or Residence Address 333 South Grand Avenue, 28th	s (Number and Stre Floor, Los Angeles	et, City, State, Zip Code) , CA 90071	**** ·		
Check Box(cs) that Apply:	☐ Promoter	■ Beneficial Owner	■ Executive Officer**	Director	General and/or Managing Partner
Full Name (Last name first, if Karsh, Bruce A.					
Business or Residence Address 333 South Grand Avenue, 28th	s (Number and Stre Floor, Los Angeles.	et, City, State, Zip Code) , CA 90071			
Check Box(es) that Apply:	☐ Promoter	D Beneficial Owner	■ Executive Officer**	☐ Director	General and/or Managing Partner
Full Name (Last name first, if Masson, Richard	individual)				
Business or Residence Address 333 South Grand Avenue, 28th	s (Number and Stre Floor, Los Angeles	et, City, State, Zip Code) , CA 90071			
Check Box(es) that Apply:	D Promoter	Beneficial Owner	■ Executive Officer**	Director	General and/or Managing Partner
Full Name (Last name first, if Stone, Sheldon	individual)				
Business or Residence Address 333 South Grand Avenue, 28th	(Number and Stre- Floor, Los Angeles,	et, City, State, Zip Code) , CA 90071			
Check Box(es) that Apply:	D Promoter	Beneficial Owner	■ Executive Officer**	Director	General and/or Managing Partner
Full Name (Last name first, if Keele, Lawrence	individual)				
Business or Residence Address 333 South Grand Avenue, 28th	s (Number and Stre Floor, Los Angeles,	et, City, State, Zip Code) , CA 90071			
Check Box(es) that Apply:	[] Promoter	Beneficial Owner	■ Executive Officer**	□ Director	☐ General and/or Managing Partner
Full Name (Last name first, if Kaplan, Stephen A.	individual)			····	
Business or Residence Address 333 South Grand Avenue, 28th					
* for this purpose, limited liabi	lity company intere	sts will be treated as a single	class of equity securities.		

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** of Oaktree, the Manager of the Fund.

A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - Each general and managing partner of partnership issuers.

		•			
Check Box(es) that Apply:	1 Promoter	Beneficial Owner	Executive Officer**	☐ Director	General and/or Managing Partner
Full Name (Last name first, if Kirchheimer, David M.	individual)		······································		
Business or Residence Address 333 South Grand Avenue, 28th	(Number and Stree Floor, Los Angeles,	t, City, State, Zip Code) CA 90071			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer**	☐ Director	General and/or Managing Partner
Full Name (Last name first, if Clayton, Kevin	individual)	-			
Business or Residence Address 1301 Avenue of Americas, 34 ^e	(Number and Stree Floor, New York, N	et, City, State, Zip Code) NY 10019			
Check Box(es) that Apply:	G Promoter	Beneficial Owner	Executive Officer**	Director	☐ General and/or Managing Partner
Full Name (Last name first, if Frank, John B.	individual)				
Business or Residence Address 333 South Grand Avenue, 28th	(Number and Stree Floor, Los Angeles,	et, City, State, Zip Code) CA 90071			
Check Box(es) that Apply:	☐ Promoter	Beneficial Owner	☐ Executive Officer	Director	☐ General and/or Managing Partner
Full Name (Last name first, if	individual)	<u> </u>			
Business or Residence Address	(Number and Stree	et, City, State, Zip Code)			
Check Box(cs) that Apply:	☐ Promoter	Beneficial Owner	☐ Executive Officer	D Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Business or Residence Address	(Number and Stree	et, City, State, Zip Code)			
Check Box(es) that Apply:	Promoter	Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Business or Residence Address	(Number and Stree	et, City, State, Zip Code)			
Check Box(es) that Apply:	□ Promoter	Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Business or Residence Address	(Number and Stree	t, City, State, Zip Code)			
** ** **	A. F 1				
** of Oaktree, the Manager of	ine l'und.				

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

New Part	FΟ	RM D														
Has the issuer sold, or does the issuer incind to sell, to non-accredited investors in this offering?						· · · · · · · · · · · · · · · · · · ·	B. INFO	DRMATIO	N ABOUT	OFFERIN	VG.			-	Yes	No
Answer also in Appendix, Column 2, if filing under ULOE								مريسة المعتقد	tana in thia	afforina?						
2. What is the minimum investment that will be accepted from any individual? Yes: No J. Does the officing permit joint ewnership of a single unit? 4. Either the information requested for each persons who has been or will be paid or given, directly or indirectly, any commission or aimitar remuneration for solicitation of purchasears removes the property of produces and produces or a feator of reading registered with the SEC and/or with a state or states, list the name of the broker or declare registered with the SEC and/or with a state or states, list the name of the broker or declare registered with the SEC and/or with a state or state, list the name of the broker or declare in more than five (5) persons to be listed are associated persons of auch a broker or declare, you may set from the information for that broker or declare only. Full Name of Associated Broker or Dealer States in Which Person Listed Has Solicited or Intends to Solicit Purchaseas. (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individual States). (L) All States (Check "All States" or check individ	1.	Has the	issuer sold,	or does the	issuer inte								************************			_
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OCM Investments, LLC	4.	solicitati registere	on of purch d with the 3	nasers in co SEC and/or	nnection w	ith sales of e or states,	securities in list the nam	n the offering to of the bro	ng. If a pers oker or deal	on to be lis	ted is an as:	sociated pe	rson or ager	it of a brok	er or dealer	such a
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Name of Associated Broker or Dealer		-				<u>-</u> .					•		·············			
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(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C	OFFERING PRICE NUM	RER OF D	NVFSTARS I	EXPENSES AND USE.	OF PROCEFUS

Enter the aggregate offering price of securities included in this offering and the total amount already sold.
 Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box □ and

	indicate in the columns below the amounts of the securities offered for exchange and already exchanged.			
	Type of Security	Aggregate Offering Price		Amount Already Sold
	Debt	\$ 0		\$ 0
	Equity	\$0		\$ 0
	□ Common □ Preferred			
	Convertible Securities (including warrants)	\$ 0		\$ 0
	Partnership Interests	\$0		\$0
	Other (Specify:) limited liability company interests	\$250,000,000.00*		\$41,650,000
	Total	\$250,000,000.00*		\$41,650,000
	Answer also in Appendix, Column 3, if filing under ULOE. * Oaktree, the Manager of the Fund, may accept subscriptions in excess of this amount.			
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."			
		Number Investors		Aggregate Dollar Amount of Purchases
	Accredited Investors	38		\$41,620,000
	Non-accredited Investors	1		\$30,000
	Total (for filings under Rule 504 only)			\$
	Answer also in Appendix, Column 4, if filing under ULOE.			
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.			
		Type of Security		Dollar Amount Sold
	Type of offering		_	\$
	Rule 505		_	\$
	Regulation A		_	\$
	Rule 504		_	\$
	Total		_	\$
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.			
	Transfer Agent's Fees		Ŕ	\$ 0
	Printing and Engraving Costs		×	\$**
	Legal Fees		×	S**
	Accounting Fees		×	S**
	Engineering Fees		×	S 0
	Sales Commissions (specify finders' fees separately)		K	S **
	Other Expenses (identify)		X	S**
	Total		×	S**
**	All expenses will be paid by Oaktree.			

b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."					
5.	Indicate below the amount of the adjusted gross proceeds to the amount for any purpose is not known, furnish an estimate and must equal the adjusted gross proceeds to the issuer set forth in				
			Payments to Officers, Directors, & Affiliates	Payments To Others	
	Salaries and fees		S	O\$	
	Purchase of real estate		□\$	□\$	
	Purchase, rental or leasing and installation of machinery an	d equipment	□\$		
	Construction or leasing of plant buildings and facilities			□\$	
	Acquisition of other businesses (including the value of securised in exchange for the assets or securities of another issue		□\$		
	Repayment of indebtedness		□\$	□\$	
	Working capital			□ \$	
	Other (specify): Investments		■ \$250,000,000.00_	S	
			□\$	O \$	
	Column Totals	区 \$250,000,000.00	□\$		
	Total Payments Listed (columns totals added)		⊠ <u>\$250.</u> (000,000,000	
an	e issuer has duly caused this notice to be signed by the undersign undertaking by the issuer to furnish to the U.S. Securities and Expaceredited investor pursuant to paragraph (b)(2) of Rule 502.	D. FEDERAL SIGNATURE ed duly authorized person. If this notice is filed u change Commission, upon written request of its s	nder Rule 505, the followi	ng signature constitutes shed by the issuer to any	
Iss	uer (Print or Type)	Signature	Date		
OC	M Employee Investment Fund, LLC	thehard Jenes		10, 2007	
Na	me of Signer (Print or Type)	Title of Signer (Print or Type)			
Ric	hard Ting	Senior Vice President, Legal Oaktree Capital Management, L.P., Manager	of OCM Employee Invest	ment Fund, LLC	

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS



ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)